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(Stock code: 11)

Poll Results of Annual General Meeting held on 11 May 2012

At the Annual General Meeting of Hang Seng Bank Limited (the "Bank") held on 11 May 2012 (the "AGM"), all the resolutions were approved by shareholders by poll voting. The number of shares represented by votes for and against the respective resolutions at the AGM was as follows:

Resolutions		No. of Votes (%)	
		For	Against
1	To adopt the reports and audited financial statements for 2011. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,333,195,404 (99.997992%)	26,770 (0.002008%)
2(a)	To elect Ms Rose W M Lee as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,330,816,886 (99.882724%)	1,562,557 (0.117276%)
2(b)	To elect Mr Andrew H C Fung as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,330,876,696 (99.883217%)	1,556,057 (0.116783%)
2(c)	To elect Ms Anita Y M Fung as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,326,555,667 (99.498808%)	6,682,079 (0.501192%)
2(d)	To elect Dr Fred Zulu Hu as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,332,517,146 (99.944432%)	740,859 (0.055568%)
2(e)	To re-elect Mrs Dorothy K Y P Sit as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,330,411,819 (99.776951%)	2,974,109 (0.223049%)
2(f)	To re-elect Mr Richard Y S Tang as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,328,935,703 (99.705516%)	3,925,060 (0.294484%)
2(g)	To re-elect Mr Peter T S Wong as Director. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,237,394,976 (92.801772%)	95,979,327 (7.198228%)
3	To re-appoint KPMG as Auditor and to authorise the Directors to fix their remuneration. As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.	1,331,810,491 (99.925039%)	999,083 (0.074961%)

Resolutions		No. of Votes (%)	
		For	Against
4	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital.	1,332,237,229 (99.921365%)	1,048,429 (0.078635%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			
5	To grant a general mandate to the Directors to issue additional shares which shall not in aggregate exceed, except in certain specific circumstances such as pursuant to a rights issue or any scrip dividend scheme, 20%, or 5% where the shares are to be allotted wholly for cash, of the issued share capital.	1,219,125,534 (91.521983%)	112,932,066 (8.478017%)
As the required majority of the votes were obtained, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, a total of 1,911,842,736 shares of the Bank were in issue which was the total number of shares entitling the holders to attend and vote on all the resolutions at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM. No person has indicated in the circular containing the notice of the AGM that it/he/she intends to abstain from voting on or vote against any of the resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Bank's registrar, acted as scrutineer for the vote-taking at the AGM.

As at the date hereof, the Board of Directors of the Bank comprises Dr Raymond K F Ch'ien* (Chairman), Ms Rose W M Lee (Vice-Chairman and Chief Executive), Dr John C C Chan*, Dr Marvin K T Cheung*, Ms L Y Chiang*, Mr Andrew H C Fung, Ms Anita Y M Fung#, Dr Fred Zulu Hu*, Mr Jenkin Hui*, Ms Sarah C Legg#, Dr Eric K C Li*, Dr Vincent H S Lo#, Mrs Dorothy K Y P Sit#, Mr Richard Y S Tang*, Mr Peter T S Wong# and Mr Michael W K Wu*.

Non-executive Directors

* *Independent Non-executive Directors*

For and on behalf of

Hang Seng Bank Limited

C C Li

Secretary

Hong Kong, 11 May 2012

Hang Seng Bank Limited

Incorporated in Hong Kong with limited liability

Registered Office and Head Office: 83 Des Voeux Road Central, Hong Kong

Member HSBC Group